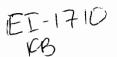


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P.O. Box 961039 Fort Worth, TX 76161-0039

Telephone: 817-352-2376 Fax: 817-352-2397

E-mail: John.Sims@BNSF.com



VIA UPS OVERNIGHT MAIL

September 29, 2005

McCone County Museum Attn: Mr. Wendell Pawlowski 300 West 5th Street Circle, MT 59215

Re: Surface Transportation Board ("STB") Docket No. AB-6 (Sub-No. 424X);

BNSF Railway Company ("BNSF") Abandonment between Glendive,

Montana and Circle, Montana

Dear Mr. Pawlowski:

Enclosed please find quadruplicate original-counterparts of a Memorandum of Agreement ("MOA") regarding a plan to mitigate potential harm to historic resources as a result of the discontinuance of service and disposition of BNSF's assets on the above-referenced rail line. Please execute all four originals and return them to me. Upon receipt, I will have the agreements executed on behalf of BNSF and will in turn forward them to the Montana Historical Society and the STB for their execution. Within thirty (30) days of final execution of the MOA, the consideration discussed in the MOA will be forwarded to you along with one fully executed original of the MOA.

If you have any questions, please call me collect at (817) 352-2376.

Sincerely,

John A. Sims

Enclosures

cc: Josef Warhank (MT SHPO)

Kenneth Blodgett (STB, Section of Environmental Analysis)

James Gallegos Sidney Strickland Richard Batie John Brumley